



112062017005225



SECURITIES AND EXCHANGE COMMISSION

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Company Information

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Industry Classification
Company Type Stock Corporation

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S.E.C. Registration Number

A T L A S C O N S O L I D A T E D M I N I N G A N D

D E V E L O P M E N T C O R P O R A T I O N

(Company's Full Name)

F I V E E - C O M C E N T E R P A L M C O A S T

A V E N U E C O R N E R P A C I F I C D R I V E

M A L L O F A S I A C O M P L E X P A S A Y

C I T Y M E T R O M A N I L A

(Business Address: No. Street City /Town / Province)

MARIA ELEONOR A. SANTIAGO

Contact Person

(632)831-8000 local 25007

Company Telephone Number

1 2 3 1
Month Day
Fiscal Year

1 0 - 1
FORM TYPE

Last Wednesday of April
Month Day
Annual Meeting

N/A

Secondary License Type, If Applicable

Dept. Requiring this Doc.

Amended Articles Number/Section

Total No. of Stockholders

Total Amount of Borrowings

Domestic

Foreign

To be accomplished by SEC Personnel concerned

File Number

LCU

Document I.D.

Cashier

Remarks = pls. use black ink for scanning purposes

SECURITIES AND EXCHANGE COMMISSION
SEC FORM 10.1

NOTICE OF/APPLICATION FOR CONFIRMATION EXEMPT TRANSACTION

Check Applicable Box:

- Application for Commission's confirmation of availability of exemption
 Notice of Exempt Transaction

1. State the provision of Section 10.1 of the Code under which exemption is based:

10.1(i) Subscriptions for shares of the capital stock in pursuance of an increase in the Corporation's authorized capital stock.

2. Information about the securities for which this Notice/Application has been filed:

(a) Title of class of securities being offered for sale/sold	Common Shares
(b) Form of payment	Cash
(c) Number and price/value of the securities being offered for sale/sold	1,472,500,000 common shares @ Php4.3842/share
(d) Are any of the issuer's securities listed on the Philippine Stock Exchange and, if so, describe which class is listed and latest trading price.	Yes, common shares; Trading Price as of 28 November 2017 Php5.00 per share.
(e) Are the securities traded on any other trading market and, if so, disclose latest trading price	No
(f) Capital structure as of the date prior to this issuance: 1) Authorized capital stock, par value, number of shares and amount	Php3,000,000,000.00 consisting of 3,000,000,000 common shares at Php1.00 per share
2) Subscribed capital stock, number of shares and amount	Php2,087,032,774.00 consisting of 2,087,032,774 at Php1.00 per share
3) Unissued shares	912,967,226

3. Additional information about the securities where this Notice/Application is filed by the issuer thereof:

(a) Exact name of issuer as specified in its charter	Atlas Consolidated Mining and Development Corporation
(b) Place (province, country or other jurisdiction of incorporation) and date thereof	Philippines Date of Incorporation – 1935, Amended 1985
(c) SEC Identification Number	PW0000115A
(d) BIR Tax Identification Number	000-154-572-000
(e) Address of principal office	FiveE-com Center Palm Coast Avenue corner Pacific Drive Mall of Asia Complex, Pasay City 1300
(f) Issuer's telephone number, including area code	+6302 831-8000
(g) Former name or former address, if any, since filing of last report with the SEC	9 th Floor Quad Alpha Centrum, 125 Pioneer St., Mandaluyong City
(h) Are any of the issuer's securities listed on the Philippine Stock Exchange and, if so, describe which class is listed and latest trading price.	Yes, common shares. Trading Price as of 28 November 2017 Php5.00 per share.
(i) Other securities registered with the Commission under the Revised Securities Act or the Securities Regulation Code (title of each class, number of shares)	N. A.

Date: 4 December 2017

(j) Describe any other offer for sale/sale of securities by the issuer for the last 12 months for which exemptive relief from registration was claimed under RSA or Section 10.1 of the Code. This should include the basis of exemption, class of securities, amount and number of investors.	N. A.
(k) Name of underwriter or selling agent involved in the sale	N. A.

4. If securities are being sold by the owner thereof, please disclose:

(a) Name of Selling Owner or Owner's Representative	N. A. N. A.
(b) Date of acquisition and from whom (issuer, another person)	N. A.
(c) Price of securities when acquired	N. A.

5. Terms and Conditions of the Sale:

(a) Date and place of initiation of selling efforts (or proposed date and place of sale if prior confirmation is requested)	N. A.
(b) Unless being sold by the issuer or the owner, please disclose name of person selling the securities and his authority	N. A.
(c) Lock-Up Period	N. A.
(d) Summary of other terms and conditions of the sale.	N. A.

6. Information about purchasers

For Applications for Confirmation:

Check if purchasers are **existing** stockholders and indicate the **number** of existing stockholder/s _____.

Check if purchasers are **new** investors not exceeding 19 and indicate the **number** of new investor/s _____.

(Note: A list containing the information required under this item shall be filed within 30 days from receipt of confirmation of exemption.)

For Notice of Exemption (Provide the following information:)

(a) Name, address and legal residence of each purchaser, and indicate whether each purchaser is a "qualified buyer" under Section 10.1(1) of the Code.	<p>1. Anglo Philippine Holdings Corporation ("Anglo") 6th Floor Quad alpha Centrum, 125 Pioneer St. Mandaluyong City</p> <p>2. Alakor Corporation ("Alakor") 9th Floor Quad Alpha Centrum, 125 Pioneer St. Mandaluyong City</p> <p>3. SM Investments Corporation ("SMIC") 10th Floor OneE-com Center, Harbor Drive Mall of Asia Complex, CBP-1, Pasay City</p> <p>All purchasers are considered qualified buyers of AT</p>
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(b) Number of shares which shall be purchased/purchased by each purchaser	Anglo: 845,000,292 common shares Alakor 29,450,000 common shares SMIC: 598,049,708 common shares
(c) For each purchaser, indicate whether such person is an officer, director or holder of at least 5% of any class of equity shares of the issuer	All purchasers - Anglo, Alakor & SMIC, are holders of at least 5% common shares of AT
(d) Indicate the class, number, and percentage of all shares of the issuer already owned by each purchaser	Anglo: 174,570,500 common shares, 8.37% Alakor: 453,963,461 common shares, 21.75% SMIC: 612,191,435 common shares, 29.33%

7. Exhibits

In addition to the above information, the applicant hereby submits with this Notice/Application the following documents:

- (a) Written Disclosure to Investors containing the required information under Paragraphs (1) and (iii)(d) (*in case of private placements only*) of SRC Rule 10.1; N. A. and
- (b) Copy of other materials to be used/used in connection with the offering for sale or sale. N. A.
- (c) If the consideration is other than cash, documents supporting the proper valuation of the payment to be received in exchange of the securities to be issued. N. A.

8. Filing Fees

This notice with an application for confirmation of availability of an exemption under SRC Rule 10.1 of the Code has been submitted along with the payment of the prescribed fee in the amount of _____ under O.R. No. _____. (*Fill this up if applicable only*)

Signatures

The undersigned hereby certifies that the exemption applied for hereunder is available and all requirements set forth in SRC Rule 10.1 have been complied with.

Pursuant to the requirements of the Code and SRC Rule 10.1 thereunder Atlas Consolidated Mining and Development Corporation has caused
(Name of Seller)

This certification to be signed on its behalf by a duly authorized person who, in case of a juridical person, shall be the President thereof.

Date: _____

By: 
ADRIAN PAULINO S. RAMOS
President

Instruction

The applicant shall file with the Commission five (5) copies of this SEC Form 10.1, one of which shall be manually signed by a duly authorized person who, in case of a juridical person, shall be the President.